

## REMARKS/ARGUMENTS

Reconsideration of the application is respectfully requested for the following reasons:

### Rejection of Claims 6, 12 and 29 Under 35 U.S.C. §112, first paragraph

In respond to this rejection, Applicants have amended claims 6 and 29 and canceled claim 12. Reconsideration of claims 6 and 29 is respectfully requested.

### Rejection of Claims 1-5, 7, 11, 14, 26-27 and 30 Under 35 U.S.C. §102(e)

Claims 1-5, 7, 11, 14, 26-27 and 30 are rejected under 35 U.S.C. §102(e) as being anticipated by Vargas (US 2002/0046187).

Applicants respectfully traverse this rejection. This rejection is traversed because Vargas actually fails to teach every element of the claimed invention. Vargas discloses an automated system for initiating and managing mergers and acquisitions. Vargas in [0004] discloses a web site bizsale.com which allows sellers of businesses to register online and provide detailed information about the business being sold. Vargas states that this web site is strictly an advertising service and does not act as a broker or agent for either the buyer or the seller, or otherwise facilitate the consummation of a transaction. Vargas in [0007] teaches a web site emergers.com also lists sale and acquisition opportunities. This site does not require users to register before information about opportunities is presented. Instead, all of the information available on the site is presented in a non-confidential format until such time as the user executes a confidentiality agreement for a particular opportunity that may be of interest. Vargas in [0008] further discloses the emergers.com. Vargas in [0011] further teaches several web sites such as garage.com, nvst.com, vcapital.com, angeltips.com offroadcapital.com, businessangels.com.au, and esource.svb.com designed to match entrepreneurs and start-up companies with venture capital funds, investment angels and other sources of investment. This type of investment financing involves business financial arrangements, the process is different than the process of

arranging for merger and acquisition opportunities. Typically, one or a small group of investors collaborate to fund the capital needs of an entrepreneur or organization in exchange for some kind of equity position or financial instrument. As such, the investment financing process does not have the same kind of "multi-party" bidding and time-critical events as are present in a properly managed merger or acquisition process and the process of funding entrepreneurs or start-up companies is substantially different than the merger or acquisition process.

It is quite clear that the contents of [0004], [0007], [0008] and [0011] of Vargas not only fail to disclose every element of the claimed invention, but also teach contrary features respectively. As described in [0004] of Vargas, only an advertising service is disclosed. In [0007] of Vargas, only a service for providing sale and acquisition opportunities is described which does not mention any match of business plan or business model. Moreover, Vargas in [0011] particularly specifies that the web sites relate to investment financing which involves business financial arrangements, and the process is different than the process of arranging for merger and acquisition opportunities as described in [0007] and [0008]. In [0011] of Vargas, the web sites relate to investment financing do not mention any match of business plan or business model either.

As clearly described in the embodiment of Vargas, the teaching of Vargas is an automated system for initiating and managing mergers and acquisitions of businesses between third parties utilizing a networked computer system which does not mention any match of business plan or business model to complete founding establishment of resources related to a company or a factory. Thus it is quite clear that the teaching of Vargas does not teach every element of the claimed invention. According to MPEP §2131, To Anticipate A Claim, The Reference Must Teach Every Element Of The Claim. "A claim is anticipated only if each and every element as set forth in the claim is found, either expressly or inherently described, in a single prior art reference. It is quite clearly that the teaching of Vargas actually fails to teach every element of the claimed invention and one with ordinary skill in the art would not anticipate the claimed invention by the teaching of Vargas.

Rejection of Claims 6, 15, 29 and 31 Under 35 U.S.C. §103(a)

Claims 6, 15, 29 and 31 are rejected under 35 U.S.C. §103(a) as being unpatentable over Vargas et al. and further in view of Food Market Exchange (FME). Applicants respectfully traverse this rejection since FME does not teach the element which Vargas fails to disclose and FME fails to teach all the limitations of Claims 6 and 29. FME is an online end-to-end vertical marketplace for the food industry where buyers and sellers of processed food and beverages, ingredients and raw materials can meet and conduct business over the Internet. FME clearly fails to show the features of any match of business plan or business model either. FME also fails to disclose the steps of defining a priority of business plans according to similarities to business models of resource providers certified, etc. According to MPEP §2143, Basic Requirements of a Prima Facie Case of Obviousness[R-1], To establish a prima facie case of obviousness, three basic criteria must be met. First, there must be some suggestion or motivation, either in the references themselves or in the knowledge generally available to one of ordinary skill in the art, to modify the reference or to combine reference teachings. Second, there must be a reasonable expectation of success. Finally, the prior art reference (or references when combined) must teach or suggest all the claim limitations. The teaching or suggestion to make the claimed combination and the reasonable expectation of success must both be found in the prior art, not in applicant's disclosure. In re Vaeck, 947 F.2d 488, 20 USPQ2d 1438 (Fed. Cir. 1991). Since the combination of Vargas and FME does not teach all the limitations of the claimed invention, the combination of Vargas and FME is insufficient to render the claimed invention unpatentable.

Conclusion

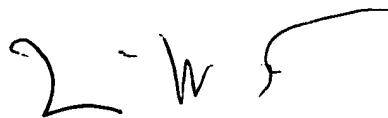
In light of the above remarks to the claims, Applicant contends that Claims 1-7, 11, 14, 26-27 and 30 are patentable thereover. The claims are in condition for favorable consideration and Applicant respectfully requests that a timely Notice of Allowance be issued in this case.

Respectfully submitted,

MERCHANT & GOULD P.C.  
P.O. Box 2903  
Minneapolis, Minnesota 55402-0903  
(612) 332-5300

Date: \_\_\_\_\_

13 July 2005



Brian H. Batzli  
Reg. No. 32,960  
ARS/BHB:mstanger

